

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>ESSEX WOODLANDS HEALTH VENTURES FUND V LP</u> (Last) (First) (Middle) <u>21 WATERWAY SUITE 225</u> (Street) <u>THE WOODLANDS TX 77380</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ACURA PHARMACEUTICALS, INC [ACUR.OB]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>08/13/2004</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/10/2005		C		56,259,205	A	\$0	56,259,205	I	By GCE Holdings, LLC
Common Stock	12/31/2005		J ⁽¹⁾		116,045	A	\$0.437	621,985	D	
Common Stock	03/31/2006		J ⁽¹⁾		72,935	A	\$0.7075	694,920	D	
Common Stock	06/30/2006		J ⁽¹⁾		85,734	A	\$0.6365	780,654	D	
Common Stock	09/30/2006		J ⁽¹⁾		70,569	A	\$0.799	851,223	D	
Common Stock	09/30/2006		J ⁽²⁾		64,482	A	\$0.688	915,705	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Series A Preferred Stock	(3)	11/10/2005		C		6,781,950		08/13/2004	(4)	Common Stock	33,909,751	\$0	0	I	By GCE Holdings, LLC
Series B Preferred Stock	(5)	11/10/2005		C		6,756,207		08/13/2004	(4)	Common Stock	6,756,207	\$0	0	I	By GCE Holdings, LLC
Series C-3 Preferred Stock	(5)	11/10/2005		C		15,593,247		08/13/2004	(4)	Common Stock	15,593,247	\$0	0	I	By GCE Holdings, LLC
Stock Option	\$0.36	08/13/2004		A		100,000		08/13/2005	08/13/2014	Common Stock	100,000	\$0	100,000	D	

Explanation of Responses:

- The Common Stock was issued as a quarterly interest payment on a senior secured note.
- The Common Stock was issued as an interest payment on a promissory note.
- Shares of the issuer's Series A Preferred Stock were converted into shares of the issuer's Common Stock on a 5-for-1 basis.
- Shares of the issuer's Preferred Stock were convertible into shares of the issuer's Common Stock for as long as such shares were outstanding.
- Shares of the issuer's Series B Preferred Stock and Series C-3 Preferred Stock were converted into shares of the issuer's Common Stock on a 1-for-1 basis.

/s/ Immanuel Thangaraj,
Managing Director of Essex
Woodlands Health Ventures V,
L.L.C., general partner
 ** Signature of Reporting Person

01/25/2007
 Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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